

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

Case No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation  
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

ABN AMRO BANK N.V. (presently known as  
THE ROYAL BANK OF SCOTLAND, N.V.),

Defendant.

Adv. Pro. No. 10-05354 (SMB)

**TRUSTEE’S DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON  
APPEAL AND STATEMENT OF ISSUES TO BE PRESENTED**

Irving H. Picard, as trustee (the “Trustee”) for the liquidation of the business of Bernard L. Madoff Investment Securities LLC (“BLMIS”) under the Securities Investor Protection Act (“SIPA”), 15 U.S.C. §§ 78aaa *et seq.*, and the substantively consolidated Chapter 7 estate of Bernard L. Madoff, hereby submits under Rule 8009 of the Federal Rules of Bankruptcy Procedure and Rule 8009-1 of the Local Bankruptcy Rules for the Southern District of New York, this designation of items to be included in the record on appeal and statement of issues to be presented with respect to the Trustee’s appeal in the above-captioned adversary proceeding

(the “Adversary Proceeding”) of the Final Judgment (the “Final Judgment,” a copy of which is annexed hereto as Exhibit 1).

**I. DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

The Bankruptcy Court and the District Court issued decisions and orders in this Adversary Proceeding that merged into the Final Judgment being appealed. Accordingly, the designation of items to be included in the record on appeal contains entries from the dockets of both the Bankruptcy Court and the District Court. Each designated item shall also include any and all exhibits and documents annexed to or referenced within such item.

**A. *Picard v. ABN AMRO Bank N.V. (p/k/a The Royal Bank of Scotland, N.V.), Adv. Pro. No. 10-05354, Bankruptcy Court Designations***

The Trustee designates for inclusion in the record on appeal the items listed below, the pertinent docket entries filed in this Adversary Proceeding, *Picard v. ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.)*, Adv. Pro. No. 10-05354 (SMB) (Bankr. S.D.N.Y.), and includes parallel citations to the main docket, *Sec. Inv. Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re BLMIS)*, Adv. Pro. No. 08-01789 (Bankr. S.D.N.Y.).

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
1	04/23/2020	202	19491	Notice of Appeal (related document(s)168, 167, 200, 201) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. Appellant Designation due by 5/7/2020, (Attachments: # 1 Exhibit 1 - 4/10/2020 Final Judgment of Bankruptcy Court # 2 Exhibit 2 - 3/31/2020 Memorandum Decision

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				Denying Trustee's Motion for Leave to File Second Amended Complaint # 3 Exhibit 3 - 6/5/2018 Memorandum Decision Denying the Trustee's Motion for Discovery Pursuant to Rule 26(d) # 4 Exhibit 4 - 6/18/2018 Order Denying the Trustee's Motion for Discovery Pursuant to Rule 26(d) # 5 Exhibit 5 - 4/28/2014 Opinion and Order of the United States District Court for the Southern District of New York (Rakoff, J.)(Sheehan, David) (Entered: 04/23/2020)
	04/10/2020	201	19476	Order Signed On 4/9/2020 Re: Denying The Trustees Motion For Leave To Amend And Entering Final Judgment (Related Doc # 179). (Barrett, Chantel) (Entered: 04/10/2020)
	03/31/2020	200	19459	Written Opinion Signed On 3/31/2020. Re: Memorandum Decision Denying Trustees Motion For Leave To File A Second Amended Complaint (related document(s)179) (Barrett, Chantel) (Entered: 03/31/2020)
	02/28/2020	196		Transcript regarding Hearing Held on 10/30/19 at 10:01 AM RE: Trustee's Motion for Leave to File Second Amended Complaint. Remote electronic access to the transcript is restricted until 5/28/2020. The transcript may be viewed at the Bankruptcy Court Clerks Office. [Transcription Service Agency: Veritext Legal Solutions.]. (See the Courts Website for contact information for the Transcription Service Agency.). Notice of Intent to Request Redaction Deadline Due By 3/6/2020. Statement of Redaction

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				Request Due By 3/20/2020. Redacted Transcript Submission Due By 3/30/2020. Transcript access will be restricted through 5/28/2020. (Cales, Humberto) (Entered: 02/28/2020)
	09/09/2019	189	18990	Response /Reply Memorandum of Law in Further Support of Trustee's Motion for Leave to File a Second Amended Complaint (related document(s)179, 182) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Sheehan, David) (Entered: 09/09/2019)
	08/09/2019	183	18941	Declaration of Michael S. Feldberg in Opposition to Trustee's Motion for Leave to File a Second Amended Complaint (related document(s)179) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit A # 2 Exhibit B # 3 Exhibit C # 4 Exhibit D # 5 Exhibit E # 6 Exhibit F # 7 Exhibit G # 8 Exhibit H # 9 Exhibit I) (Feldberg, Michael) (Entered: 08/09/2019)
	08/09/2019	182	18940	Memorandum of Law in Opposition to Trustee's Motion for Leave to File a Second Amended Complaint (related document(s)179) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 08/09/2019)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	06/10/2019	180	18978	Declaration of Patrick T. Campbell in Support of Trustee's Motion for Leave to File a Second Amended Complaint filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit A - Proposed Second Amended Complaint # 2 Exhibit B - Complaint in Picard v. Tremont Group Holdings, Inc. # 3 Exhibit C - Trustee Proffered Allegations # 4 Exhibit D - Proposed Order) (Sheehan, David) (Entered: 06/10/2019)
	06/10/2019	179	18797	Motion to Allow/ Memorandum of Law in Support of Trustee's Motion for Leave to File a Second Amended Complaint filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Notice of Motion) (Sheehan, David) (Entered: 06/10/2019)
	01/22/2019	174	16737	Copy of Order of U.S. District Court Judge Valerie E. Caproni signed on 10/3/2017. Motion for Leave is Denied. (related document(s)124, 125) (Rouzeau, Anatin) (Entered: 01/22/2019)
	08/20/2018	171	17901	So Ordered Stipulation Signed On 8/20/2018. Re: Voluntarily Dismissing Without Prejudice Certain Claims Against Abn Amro Bank N.V. (Barrett, Chantel) (Entered: 08/20/2018)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	06/19/2018	168	17696	Order Signed On 6/18/2018 Denying Re: Trustee's Motion For Discovery Pursuant To Rule 26(d) Of The Federal Rules Of Civil Procedure, (Related Lead Case #08-1789, ECF document(s)#17696, #16724, #16924, #16428, #17640). (Mercado, Tracey) (Entered: 06/19/2018)
	06/05/2018	167	17640	Written Opinion Signed On 6/5/2018 Re: Memorandum Decision Denying The Trustee's Motion For Discovery Pursuant To Rule 26(d) Of The Federal Rules Of Civil Procedures, (Related Lead Case#08-01789 ECF Docs.#16927, #17283, #4072, #7827, #16428, #7828, #16724, #16924, #3083). (Mercado, Tracey) (Entered: 06/05/2018)
	03/01/2018		17438	Transcript regarding Hearing Held on 2/8/2018 2:05 PM RE: (Amends Doc # 17285) Trustee's Motion for an Order Authorizing Limited Discovery on Good Faith Issue pursuant to Fed. R. Civ. P. 26(d)(l) et al. Remote electronic access to the transcript is restricted until 5/30/2018. The transcript may be viewed at the Bankruptcy Court Clerks Office. [Transcription Service Agency: Veritext Legal Solutions.]. (See the Courts Website for contact information for the Transcription Service Agency.). Notice of Intent to Request Redaction Deadline Due By 3/8/2018. Statement of Redaction Request Due By 3/22/2018. redacted Transcript Submission Due By 4/2/2018. Transcript access will be restricted through 5/30/2018. (Ortiz, Carmen) (Entered: 03/28/2018)
	02/23/2018	153	17283	Letter in Response to Charts Filed by Certain Defendants (related

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				document(s)152) Filed by Regina Griffin on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Griffin, Regina) (Entered: 02/23/2018)
	02/15/2018	152	17250	Letter Dated February 15, 2018, to Hon. Stuart M. Bernstein from Michael S. Feldberg in Response to Judge Bernstein's February 8, 2018 Request Filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit A) (Feldberg, Michael) (Entered: 02/15/2018)
	11/20/2017	145	16926	Declaration of Howard L. Simon in Further Support of the Trustee's Omnibus Motion for Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) filed by Howard L. Simon on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1) (Simon, Howard) (Entered: 11/20/2017)
	11/20/2017	144	16927	Declaration of Regina Griffin in Further Support of the Trustee's Omnibus Motion for Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) (related document ECF No. 143) filed by Regina Griffin on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1) (Griffin, Regina) (Entered: 11/20/2017)
	11/20/2017	143	16924	Reply to Motion /Trustee's Reply Memorandum of Law in Further Support of Motion for Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) (08-01789) filed by Regina Griffin on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1) (Griffin, Regina) (Entered: 11/20/2017)
	10/09/2017	137	16735	Declaration (Corrected) of Michael S. Feldberg in Support of ABN AMRO Bank N.V.'s (presently known as The Royal Bank of Scotland N.V.) Supplemental Memorandum of Law in Opposition to the Trustee's Motion for Pre-Motion-to-Dismiss Discovery (related document(s)69) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit A # 2 Exhibit B # 3 Exhibit C) (Feldberg, Michael) (Entered: 10/09/2017)
	10/06/2017	136	16727	Declaration of Michael S. Feldberg in Support of ABN AMRO Bank N.V.'s (presently known as The Royal Bank of Scotland N.V.) Supplemental Memorandum of Law in Opposition to the Trustee's Motion for Pre-Motion-To-Dismiss Discovery (related document(s)69)



Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit A # 2 Exhibit B # 3 Exhibit C) (Feldberg, Michael) (Entered: 10/06/2017)
	10/06/2017	135	16726	Supplemental Memorandum of Law in Opposition to the Trustee's Motion for Pre-Motion-to-Dismiss Discovery (related document(s)69) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 10/06/2017)
	10/06/2017	134	16724	Memorandum of Law /Consolidated Memorandum of Law in Opposition to the Trustee's Motion for Discovery on the Good Faith Issue, with Exhibits 1 and 2, dated October 6, 2017 (related document(s)69) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 10/06/2017)
	07/24/2017		16428	Order Signed On 7/24/2017. Re: Order Concerning Further Proceedings On Trustees Motion For Leave To Replead And For Limited Discovery(Barrett, Chantel) (related to Document Number16313) Modified on 7/24/2017 (Porter, Minnie). (Entered: 07/24/2017)
	04/24/2017	129		Civil Cover Sheet from U.S. District Court, Case Number: 1702959 Judge Valerie E. Caproni (related document(s)124) filed by Clerk's Office of the U.S. Bankruptcy Court, S.D.N.Y. (Rouzeau, Anatin) (Entered: 04/24/2017)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	04/11/2017	127	15739	Declaration of Michael S. Feldberg in Support of ABN AMRO Bank N.V.'s (presently known as The Royal Bank of Scotland N.V.) ("RBS/ABN") Motion for Leave to Appeal from the Bankruptcy Court's Order Concerning RBS/ABN's Motion to Dismiss Based on Extraterritoriality (related document(s)125) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit A (Opinion and Order Dated July 6, 2014) # 2 Exhibit B (Memorandum Decision Regarding Claims to Recover Foreign Subsequent Transfers) # 3 Exhibit C (Stipulated Order Denying Motion to Dismiss Complaint)) (Feldberg, Michael) (Entered: 04/11/2017)
	4/11/2017	126	15738	Memorandum of Law ABN AMRO Bank N.V.'s (presently known as The Royal Bank of Scotland N.V.) ("RBS/ABN") Memorandum of Law in Support of Motion for Leave to Appeal from the Bankruptcy Court's Order Concerning RBS/ABN's Motion to Dismiss Based on Extraterritoriality (related document(s)125) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 04/11/2017)
	04/11/2017	125	15735	Motion for Leave to Appeal Notice of Motion of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.) for Leave to Appeal from the Bankruptcy Court's

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				Order Concerning RBS/ABN's Motion to Dismiss Based on Extraterritoriality (related document(s)124) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 04/11/2017)
	04/11/2017	124	15734	Notice of Appeal (related document(s)117) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Attachments: # 1 Exhibit Stipulated Order Denying Motion to Dismiss Complaint (March 3, 2017))(Feldberg, Michael) (Entered: 04/11/2017)
	03/03/2017	117		So Ordered Stipulation Signed On 3/3/2017. Re: Denying Motion To Dismiss Complaint (Barrett, Chantel) (Entered: 03/03/2017)
	11/22/2016		14495	Written Opinion Signed On 11/22/2016. Re: Memorandum Decision Regarding Claims To Recover Foreign Subsequent Transfers (11-2732) (Barrett, Chantel) Additional attachment(s) added on 11/22/2016 (Bush, Brent). (Entered: 11/22/2016)
	09/30/2015	106		Reply to Motion Consolidated Supplemental Memorandum of Law in Support of Transferee Defendants' Motion to Dismiss Based on Extraterritoriality filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 09/30/2015)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	09/30/2015	105	11567	Reply to Motion Supplemental Memorandum of Law in Support of ABN AMRO Bank N.V.'s Motion to Dismiss Based on Extraterritoriality filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 09/30/2015)
	09/30/2015	101		Statement /Trustee's Proffered Allegations Pertaining to the Extraterritoriality Issue as to ABN AMRO Bank N.V. (Presently Known as the Royal Bank of Scotland, N.V.) (10-05354 (related document(s)99) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Sheehan, David) (Entered: 06/26/2015)
	06/25/2015	100	10350	Response /Addendum to the Trustee's Opposition on the Extraterritoriality Issue for ABN AMRO Bank N.V. (Presently Known as the Royal Bank of Scotland, N.V.) (related document(s)99) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Sheehan, David) Modified on 7/1/2015 to Correct Docket Text (Rouzeau, Anatin). (Entered: 06/26/2015)
	6/26/2015	99	10287	Opposition Brief /Trustee's Memorandum of Law in Opposition to the Transferee Defendants' Motion

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				to Dismiss Based on Extraterritoriality and in Further Support of Trustee's Motion for Leave to Amend Complaints (related document(s)69) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1 # 2 Exhibit 2) (Sheehan, David) (Entered: 06/26/2015)
	12/31/2014	90		Memorandum of Law Supplemental Memorandum of Law in Further Support of Extraterritoriality Motion filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.V. (presently known as The Royal Bank of Scotland, N.V.). (Feldberg, Michael) (Entered: 12/31/2014)
	12/18/2014	89	8800	So Ordered Order Signed On 12/10/2014, Re: Concerning Further Proceedings On Extraterritoriality Motion And Trustees Omnibus Motion For Leave To Replead And For Limited Discovery (Richards, Beverly). (Entered: 12/18/2014)
	11/18/2014	85		Statement /Trustee's Statement Regarding Amendments to Exhibits to Proposed Order Concerning Further Proceedings on Extraterritoriality Motion and Trustee's Omnibus Motion for Leave to Replead and for Limited Discovery (related document(s)78) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the

Designation Number	Date	ECF Number (APN 10- 05354)	ECF Number (APN 08- 01789)	Docket Text
				Estate of Bernard L. Madoff. (Attachments: # 1 Exhibits 1 - 4) (Sheehan, David) (Entered: 11/18/2014)
	10/02/2014	73	8060	Letter /October 2, 2014 Letter to Judge Bernstein regarding Trustee's Omnibus Motion for Leave to Replead and Defendants' Request for Further Proceedings on Extraterritoriality Motion (related document(s)69) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Sheehan, David) (Entered: 10/02/2014)
	08/28/2014	71	7828	Declaration of Regina Griffin in Support of the Trustee's Memorandum of Law in Support of Omnibus Motion for Leave to Replead Pursuant to Fed. R. Civ. P. 15(a) and Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) (related document(s)69, 70) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. with hearing to be held on 10/22/2014 at 10:00 AM at Courtroom 723 (SMB) (Attachments: # 1 Exhibit 1 # 2 Exhibit A # 3 Exhibit B # 4 Exhibit C # 5 Exhibit D # 6 Exhibit E) (Sheehan, David) (Entered: 08/28/2014)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	08/28/2014	70	7827	Memorandum of Law /Trustee's Memorandum of Law in Support of Omnibus Motion for Leave to Replead Pursuant to Fed. R. Civ. P. 15(a) and Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) (related document(s)69) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1) (Sheehan, David) (Entered: 08/28/2014)
	08/28/2014	69	7826	Motion to Allow/Notice of Motion for Leave to Replead Pursuant to Fed. R. Civ. P. 15(a) and Court Order Authorizing Limited Discovery Pursuant to Fed. R. Civ. P. 26(d)(1) filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff with hearing to be held on 10/22/2014 at 10:00 AM at Courtroom 723 (SMB). (Attachments: # 1 Exhibit 1 # 2 Exhibit 2 # 3 Exhibit 3) (Sheehan, David) (Entered: 08/28/2014)
	07/30/2014	67		Motion to Withdraw the Reference Returned to Bankruptcy Court, See Case No. 08-1789 Doc #7546 (White, Greg) (Entered: 07/30/2014)
	02/27/2013	56		Notice of Dismissal /Notice of Voluntary Dismissal with Prejudice of Defendant Rye Select Broad Market XL Fund, L.P. filed by David

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit 1) (Sheehan, David) (Entered: 02/27/2013)
	08/08/2012	47		Amended Complaint against ABN AMRO Bank N.A. (presently known as The Royal Bank of Scotland, N.V.), Rye Select Broad Market XL Fund, LP Filed by David J. Sheehan on behalf of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and the Estate of Bernard L. Madoff. (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C# 4 Exhibit D# 5 Exhibit E# 6 Exhibit F# 7 Exhibit G# 8 Exhibit H# 9 Exhibit I# 10 Exhibit J# 11 Exhibit K# 12 Exhibit L# 13 Exhibit M# 14 Exhibit N# 15 Exhibit O# 16 Exhibit P) (Sheehan, David) (Entered: 08/08/2012)
	06/18/2012	46	4895	Order of U.S. District Court Judge Jed S. Rakoff signed on 6/14/2012. 1. Subject to the terms of the Settlement Agreement, the Motions are hereby withdrawn in all respects and the Clerk of the Court is ordered to close item number one on the dockets of 11 Civ. 6848 and 11 Civ. 6849. (Savinon, Tiffany) (Entered: 06/18/2012)
	03/27/2012	41	4740	Order of U.S. District Court Judge Jed S. Rakoff signed on 3/24/2012. ENDORSED LETTER addressed to Judge Jed S. Rakoff from Nicholas J



Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				Cremona and John A Pintarelli dated 3/21/2012 re: Request that this Court continue the stay of the Motions to Withdraw the Reference filed on behalf of Rye Portfolio. ENDORSEMENT: So Ordered. (Savinon, Tiffany) (Entered: 03/27/2012)
	09/30/2011	29		Civil Cover Sheet from U.S. District Court, Case Number: 1106878 (related document(s) 25) filed by Clerk's Office of the U.S. Bankruptcy Court, S.D.N.Y. (Rouzeau, Anatin) (Entered: 09/30/2011)
	09/30/2011	28		Civil Cover Sheet from U.S. District Court, Case Number: 1106848 (related document(s) 22) filed by Clerk's Office of the U.S. Bankruptcy Court, S.D.N.Y. (Rouzeau, Anatin) (Entered: 09/30/2011)
	09/29/2011	27		Memorandum of Law in Support of ABN's Motion to Withdraw the Reference (related document(s) 25) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.A. (presently known as The Royal Bank of Scotland, N.V.), ABN AMRO Incorporated. (Feldberg, Michael) (Entered: 09/29/2011)
	9/29/2011	26		Declaration of Lanier Saperstein in Support of ABN's Motion to Withdraw the Reference (related document(s) 25) filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.A. (presently known as The Royal Bank of Scotland, N.V.), ABN AMRO Incorporated. (Attachments: # 1 Exhibit A# 2 Exhibit B) (Feldberg, Michael) (Entered: 09/29/2011)

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
	09/29/2011	25		Motion to Withdraw the Reference filed by Michael S. Feldberg on behalf of ABN AMRO Bank N.A. (presently known as The Royal Bank of Scotland, N.V.), ABN AMRO Incorporated. (Feldberg, Michael) (Entered: 09/29/2011)
	09/29/2011	24		Declaration of LaShann M. DeArcy in Support of Defendant Rye Select Broad Market XL Portfolio Limited's Motion to Withdraw the Reference (related document(s) 22 ) filed by Gary S. Lee on behalf of Rye Select Broad Market XL Portfolio Limited. (Attachments: # 1 Exhibit A# 2 Exhibit B# 3 Exhibit C# 4 Exhibit D# 5 Exhibit E# 6 Exhibit F# 7 Exhibit G# 8 Exhibit H# 9 Exhibit I) (Lee, Gary) (Entered: 09/29/2011)
	09/29/2011	23		Memorandum of Law in Support of Rye Select Broad Market XL Portfolio Limited's Motion to Withdraw the Reference (related document(s) 22) filed by Gary S. Lee on behalf of Rye Select Broad Market XL Portfolio Limited. (Lee, Gary) (Entered: 09/29/2011)
	09/29/2011	22		Motion to Withdraw the Reference filed by Gary S. Lee on behalf of Rye Select Broad Market XL Portfolio Limited. (Lee, Gary) (Entered: 09/29/2011)
	03/31/2011	11		SECOND Summons with Notice of Pre-Trial Conference issued by Clerk's Office with Pre-Trial Conference set for 6/29/2011 at 10:00 AM at Courtroom 623 (BRL), Answer due by 5/2/2011, (Campbell, Tiffany) (Entered: 03/31/2011)
	12/14/2010	2		Statement with Complaint (Filed Under Seal) (related document(s) 1) filed by Keith R. Murphy on behalf

Designation Number	Date	ECF Number (APN 10-05354)	ECF Number (APN 08-01789)	Docket Text
				of Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and Bernard L. Madoff. (Chou, Rosalyn) (Entered: 12/14/2010)
	12/8/2010	1		(This document is unsealed pursuant to an order signed on 02/10/2011 and is now available for view, see document no. 7) Complaint against ABN AMRO Bank N.A. (presently known as The Royal Bank of Scotland, N.V.), ABN AMRO Incorporated, Rye Select Broad Market XL Fund, LP, Rye Select Broad Market XL Portfolio Limited. Nature(s) of Suit: (14 (Recovery of money/property - other)) Filed by Irving H. Picard, Esq., Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC and Bernard L. Madoff. (Murphy, Keith) Modified on 2/15/2011 (Bush, Brent) (Entered: 12/08/2010)

**B. *Picard v. ABN AMRO Bank N.V. (p/k/a The Royal Bank of Scotland, N.V.), No. 11-cv-06878 (JSR) and Sec. Investor Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re Madoff Sec.), No. 12-mc-00115, District Court Designations***

The Trustee designates for inclusion in the record of appeal the items listed below, the pertinent docket entries filed in *Sec. Investor Prot. Corp. v. Bernard L. Madoff Inv. Sec. LLC (In re Madoff Sec.)*, No. 12-mc-00115 (JSR) (S.D.N.Y.).

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
	04/28/2014	524	OPINION AND ORDER #104291: Accordingly, the Court concludes that, in a SIPA proceeding such as this, a defendant

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			may succeed on a motion to dismiss by showing that the complaint does not plausibly allege that that defendant did not act in good faith. Because this determination must be made on the basis of the specific allegations in the Trustee's various complaints, the Court, having set out the general framework, hereby leaves it to the Bankruptcy Court to determine in any given instance whether the foregoing standards have been met. Accordingly, the Court directs that the following adversary proceedings be returned to the Bankruptcy Court for further proceedings consistent with this Opinion and Order: (1) those cases listed in Exhibit A of item number 197 on the docket of 12 Misc. 115; and (2) those cases listed in the schedule attached to item number 468 on the docket of 12 Misc. 115 that were designated as having been added to the "good faith" consolidated briefing. (Signed by Judge Jed S. Rakoff on 4/27/2014) (mro) Modified on 5/5/2014 (ca). (Entered: 04/29/2014)
	06/07/2013	473	ORDER: Accordingly, the clerk is hereby directed to docket the below-listed orders and/or decisions issued by the Court in connection with the consolidated proceedings as described below. The following orders shall be docketed in cases with respect to which "Stern v. Marshall" is listed in the final column of the schedules included as Exhibit B hereto: Order, No. 12 MC 115, ECF No. 4 (S.D.N.Y. Apr. 13, 2012); and Opinion and Order, No. 12 MC 115, ECF No. 427 (S.D.N.Y. Jan. 4, 2013). The following orders shall be docketed in cases with respect to which "Section 546( e)" is listed in the final column of the schedules included as Exhibit B hereto: Order, No. 12 MC 115, ECF No. 119 (S.D.N.Y. May 16, 2012); Order, No. 12 MC 115, ECF No. 439 (S.D.N.Y. Feb. 13, 2013); and Opinion and Order, No. 12 MC 115, ECF No. 460 (S.D.N.Y. Apr. 15, 2013).The following order shall be docketed in cases with respect to which

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>"Extraterritoriality" is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding Extraterritoriality Issues, No. 12 MC 115, ECF No. 167(S.D.N.Y. June 7, 2012). The following order shall be docketed in cases with respect to which "Good Faith" is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding the "Good Faith" Standard, No. 12 MC 115, ECF No. 197(S.D.N.Y. June 25, 2012).The following orders shall be docketed in cases with respect to which "Section 550(a)" is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding 11 U.S.C. § 550(a), No. 12 MC 115, ECF No. 314 (S.D.N.Y. Aug. 22, 2012); and Order Regarding 11 U.S.C. § 550(a), No. 12 MC 115, ECF No. 422 (S.D.N.Y. Dec. 12, 2012). The following orders shall be docketed in cases with respect to which "Section 502(d)" is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding 11 U.S.C. § 502(d), No. 12 MC 115, ECF No. 155 (S.D.N.Y. June 1, 2012); and Order Regarding 11 U.S.C. § 502(d), No. 12 MC 115, ECF No. 435 (S.D.N.Y. Feb. 13, 2013). The following order shall be docketed in cases with respect to which "[Standing and SLUSA]"is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding Standing and SLUSA Issues, No. 12 MC 115, ECF No. 114(S.D.N.Y. May 18, 2012). The following order shall be docketed in cases with respect to which "Antecedent Debt" is listed in the final column of the schedules included as Exhibit B hereto: Order Regarding Antecedent Debt Issues, No. 12 MC 115, ECF No. 107 (S.D.N.Y. May 16, 2012). (Signed by Judge Jed S. Rakoff on 6/5/2013) (js) Modified on 6/11/2013 (js). (Entered: 06/11/2013)</p>
	03/14/2013	451	ORDER: After carefully considering the parties' written submissions and oral

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			argument, the Court hereby grants the motions to dismiss with respect to the withdrawals of funds from Madoff Securities' customer accounts that were based on reductions in the collateral supporting the swap agreements. However, the Court denies the defendants' motions to dismiss in relation to the initial withdrawals of funds from Madoff Securities' customer accounts that were subsequently transferred and used for the provision of collateral in these swap agreements. An opinion explaining the reasons for these rulings will issue in due course. The Clerk of the Court is directed to close items 27 and 34 on the docket of 11 Civ. 6877; items 29 and 33 on the docket of 11 Civ. 6878; item 25 on the docket of 11 Civ. 7825; and items 238, 247 and 327 on the docket of 12 MC 115. (Signed by Judge Jed S. Rakoff on 2/15/2013) (js) (Entered: 03/14/2013)
	10/22/2012	401	TRANSCRIPT of Proceedings re: CONFERENCE held on 10/12/2012 before Judge Jed S. Rakoff. Court Reporter/Transcriber: Thomas Murray, (212) 805-0300. Transcript may be viewed at the court public terminal or purchased through the Court Reporter/Transcriber before the deadline for Release of Transcript Restriction. After that date it may be obtained through PACER. Redaction Request due 11/16/2012. Redacted Transcript Deadline set for 11/29/2012. Release of Transcript Restriction set for 1/25/2013. (Moya, Goretti) (Entered: 10/22/2012)
	10/05/2012	381	REPLY MEMORANDUM OF LAW in Support re: 327 MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. Document filed by ABN AMRO Bank N.V. (The Royal Bank of

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			Scotland N.V.). (Feldberg, Michael) (Entered: 10/05/2012)
	09/28/2012	361	SUPPLEMENTAL REPLY MEMORANDUM OF LAW in Support re: 290 MOTION to Dismiss Claims Where The Trustee Has Pled No Individualized Allegations of "Willful Blindness". Document filed by Good Faith Defendants. (Boccuzzi, Carmine) (Entered: 09/28/2012)
	09/28/2012	357	TRANSCRIPT of Proceedings re: ARGUMENT held on 9/21/2012 before Judge Jed S. Rakoff. Court Reporter/Transcriber: Vincent Bologna, (212) 805-0300. Transcript may be viewed at the court public terminal or purchased through the Court Reporter/Transcriber before the deadline for Release of Transcript Restriction. After that date it may be obtained through PACER. Redaction Request due 10/22/2012. Redacted Transcript Deadline set for 11/1/2012. Release of Transcript Restriction set for 1/2/2013. (McGuirk, Kelly) (Entered: 09/28/2012)
	09/25/2012	356	MEMORANDUM OF LAW in Opposition re: 327 MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. Document filed by Securities Investor Protection Corporation. (Attachments: # 1 Affidavit of Service) (Bell, Kevin) (Entered: 09/25/2012)
	09/14/2012	346	BRIEF re: 243 Brief, BLMIS Customers' Consolidated Reply Brief Responding to the Good Faith Issues Raised by Order of the Court Entered on June 25, 2012. Document filed by Alpha Prime Fund Limited. (Duffy, Todd) (Entered: 09/14/2012)
	09/14/2012	345	BRIEF re: 242 Brief, 324 Memorandum of Law in Opposition, 320 Brief Consolidated Reply Brief on Behalf of Subsequent Transferee Defendants Responding to the

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			Good Faith Standard Issues Raised by Order of the Court Dated June 23, 2012. Document filed by Subsequent Transferee Defendants. (Fisher, Eric) (Entered: 09/14/2012)
	09/14/2012	341	BRIEF Supplemental Memorandum of Law of the Securities Investor Protection Corporation Addressing the Good Faith Issues. Document filed by Securities Investor Protection Corporation. (Attachments: # 1 Affidavit of Service) (Bell, Kevin) (Entered: 09/14/2012)
	09/05/2012	329	DECLARATION of Michael S. Feldberg in Support re: 327 MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). (Attachments: # 1 Exhibit A, # 2 Exhibit B (Part 1), # 3 Exhibit B (Part 2)) (Feldberg, Michael) (Entered: 09/05/2012)
	09/05/2012	328	MEMORANDUM OF LAW in Support re: 327 MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). (Feldberg, Michael) (Entered: 09/05/2012)
	09/05/2012	327	MOTION to Dismiss Notice of Motion to Dismiss the Amended Complaint Pursuant to Section 546(g) of the Bankruptcy Code. Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). Responses due by 9/25/2012 Return Date set for 11/1/2012 at 05:00 PM. (Feldberg, Michael) (Entered: 09/05/2012)
	08/31/2012	324	MEMORANDUM OF LAW in Opposition to Memorandum of in Opposition to the (1) BLMIS Customers Consolidated Brief



Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			Responding to Good Faith Issues; and (2) Consolidated Brief on Behalf of Subsequent Transferee Defendants Responding to The Good Faith Standard Issues. Document filed by Irving H. Picard. (Warshavsky, Oren) (Entered: 08/31/2012)
	08/31/2012	322	REPLY MEMORANDUM OF LAW in Support re: 234 MOTION to Dismiss by Extraterritorial Defendants. Document filed by Bank J. Safra (Gibraltar) Limited, Banque J. Safra (Suisse) SA f/k/a Banque Jacob Safra (Suisse) SA. (Fritsch, Joshua) (Entered: 08/31/2012)
	08/31/2012	320	BRIEF Memorandum of Law of the Securities Investor Protection Corporation Addressing the Good Faith Issues. Document filed by Securities Investor Protection Corporation. (Attachments: # 1 Affidavit of Service) (Bell, Kevin) (Entered: 08/31/2012)
	08/17/2012	310	MEMORANDUM OF LAW in Opposition re: 234 MOTION to Dismiss by Extraterritorial Defendants. Document filed by Irving H. Picard. (Attachments: # 1 Affidavit of Service) (Griffin, Regina) (Entered: 08/17/2012)
	08/17/2012	309	MEMORANDUM OF LAW in Opposition re: 234 MOTION to Dismiss by Extraterritorial Defendants. Document filed by Securities Investor Protection Corporation. (Attachments: # 1 Certificate of Service) (Bell, Kevin) (Entered: 08/17/2012)
	08/10/2012	292	SUPPLEMENTAL MEMORANDUM OF LAW in Support re: 290 MOTION to Dismiss Claims Where The Trustee Has Pled No Individualized Allegations of "Willful Blindness".. Document filed by Good Faith Defendants. (Attachments: # 1 Exhibit A, # 2 Exhibit B, # 3 Exhibit C-1, # 4 Exhibit C-2, # 5 Exhibit C-3, # 6 Exhibit D, # 7 Exhibit E, # 8 Exhibit F)(Boccuzzi, Carmine) (Entered: 08/10/2012)
	07/18/2012	240	MEMORANDUM OF LAW in Support re: 238 MOTION to Dismiss the Complaint Pursuant to Section 546(g) of the Bankruptcy

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			Code (related to 11 CV 6878). MOTION to Dismiss the Complaint Pursuant to Section 546(g) of the Bankruptcy Code (related to 11 CV 6878). Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). (Feldberg, Michael) (Entered: 07/18/2012)
	07/18/2012	239	DECLARATION of Michael S. Feldberg in Support re: 238 MOTION to Dismiss the Complaint Pursuant to Section 546(g) of the Bankruptcy Code (related to 11 CV 6878). MOTION to Dismiss the Complaint Pursuant to Section 546(g) of the Bankruptcy Code (related to 11 CV 6878). Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). (Attachments: # 1 Exhibit A (Part 1), # 2 Exhibit A (Part 2), # 3 Exhibit B, # 4 Exhibit C) (Feldberg, Michael) (Entered: 07/18/2012)
	07/18/2012	238	MOTION to Dismiss the Complaint Pursuant to Section 546(g) of the Bankruptcy Code (related to 11 CV 6878). Document filed by ABN AMRO Bank N.V. (The Royal Bank of Scotland N.V.). Responses due by 8/31/2012 Return Date set for 9/24/2012 at 04:30 PM. (Feldberg, Michael) (Entered: 07/18/2012)
	06/25/2012	204	ORDER: BASED ON THE FOREGOING, IT IS HEREBY ORDERED AS FOLLOWS: The reference of the Adversary Proceedings listed in Exhibit A is withdrawn, in part, from the Bankruptcy Court to this Court solely with respect to the Good Faith Standard Defendants for the limited purpose of hearing and determining whether SIPA and other securities laws alter the standard the Trustee must meet in order to show that a defendant did not receive transfers in "good faith" under either 11 U.S.C. § 548(c) or 11 U.S.C. § 550(b). Except as otherwise provided herein or in other orders of this Court, the reference to the Bankruptcy Court is otherwise maintained for all other purposes; On or before July 20, 2012, the Initial Transferee Defendants and the Subsequent Transferee

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>Defendants shall each file a consolidated memorandum of law, not to exceed forty(40) pages, each addressing the Good Faith Standard Issues (the "Initial Transferee Good Faith Standard Brief" and the "Subsequent Transferee Good Faith Standard Brief"; collectively, the "Opening Good Faith Standard Briefs"). On or before August 10, 2012, the Good Faith Standard Defendants may file up to five (5) separate supplemental briefs reflecting materially relevant differences between identifiable subgroups of defendants to raise issues relevant to each subgroup, and which may seek dismissal, but which are not otherwise raised or addressed in the Opening Good Faith Standard Briefs (each, "Supplemental Good Faith Standard Brief," and together with the Opening Good Faith Standard Briefs, the "Good Faith Standard Briefs"), with each such Supplemental Good Faith Standard Brief not to exceed eight (8) pages; On or before August 31, 2012, the Trustee and SIPC shall each file a memorandum of law in opposition to the Opening Good Faith Standard Briefs, not to exceed forty (40) pages each, addressing the Good Faith Standard Issues; On or before September 14, 2012, the Initial Transferee Defendants and Subsequent Transferee Defendants shall each file a consolidated reply brief, not to exceed twenty (20) pages; On or before September 14, 2012, the Trustee and SIPC may either (i) each file a separate memorandum of law in opposition to each Supplemental Good Faith Standard Brief filed with the Court, with each opposition not to exceed eight (8) pages or (ii) choose to file separate consolidated memoranda of law in opposition to the Supplemental Good Faith Standard Briefs with such consolidated brief(s) filed by the Trustee and SIPC not to exceed a total of forty (40) pages in the aggregate for each of the Trustee and SIPC; Young Conaway Stargatt &amp; Taylor, LLP,</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>which is conflicts counsel for the Trustee, and Windels Marx Lane &amp; Mittendorf, LLP, which is special counsel to the Trustee, each may file a joinder, not to exceed two (2) pages (excluding exhibits), on behalf of the Trustee in certain of the adversary proceedings listed on Exhibit A hereto, to the Trustee's opposition to (i) the Opening Good Faith Standard Briefs on or before August 31, 2012 and (ii) to each Supplemental Good Faith Standard Brief on or before September 14, 2012; The Court will hold oral argument on the matters raised in the Good Faith Standard Briefs filed by the Good Faith Standard Defendants and the Trustee's and SIPC's oppositions thereto on October 12, 2012, at 4:00 p.m. (the "Good Faith Standard Hearing Date"); All communications and documents (including drafts) exchanged between and among any of the defendants in any of the adversary proceedings, and/or their respective attorneys, shall be deemed to be privileged communications and/or work product, as the case may be, subject to a joint interest privilege; The procedures established by this Order, or by further order of this Court, shall constitute the sole and exclusive procedures for determination of the Good Faith Standard Issues in the Adversary Proceedings (except for any appellate practice resulting from such determination), and this Court shall be the forum for such determination. To the extent that briefing or argument schedules were previously established with respect to the Good Faith Standard Issues in any of the Adversary Proceedings, this Order supersedes all such schedules solely with respect to the Good Faith Standard Issues. To the extent that briefing or argument schedules are prospectively established with respect to motions to withdraw the reference or motions to dismiss in any of the Adversary Proceedings, the Good Faith Standard Issues</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			shall be excluded from such briefing or argument and such order is vacated. For the avoidance of doubt, to the extent any of the Good Faith Standard Defendants have issues other than the Good Faith Standard Issues or issues set forth in the other common briefing orders that were withdrawn, those issues will continue to be briefed on the schedule previously ordered by the Court. Except as stated in this paragraph, this Order shall not be deemed or construed to modify, withdraw or reverse any prior order of the Court that granted withdrawal of the reference in any Adversary Proceeding for any reason, and as further set forth within., ( Oral Argument set for 10/12/2012 at 04:00 PM before Judge Jed S. Rakoff.) (Signed by Judge Jed S. Rakoff on 6/23/2012) (pl) (Entered: 06/27/2012)
	06/25/2012	197	ORDER: BASED ON THE FOREGOING, IT IS HEREBY ORDERED AS FOLLOWS: The reference of the Adversary Proceedings listed in Exhibit A is withdrawn, in part, from the Bankruptcy Court to this Court solely with respect to the Good Faith Standard Defendants for the limited purpose of hearing and determining whether SIPA and other securities laws alter the standard the Trustee must meet in order to show that a defendant did not receive transfers in "good faith" under either 11 U.S.C. § 548(c) or II U.S.c. § 550(b). Except as otherwise provided herein or in other orders of this Court, the reference to the Bankruptcy Court is otherwise maintained for all other purposes; On or before July 20, 2012, the Initial Transferee Defendants and the Subsequent Transferee Defendants shall each file a consolidated memorandum of law, not to exceed forty(40) pages, each addressing the Good Faith Standard Issues (the "Initial Transferee Good Faith Standard Brief" and the "Subsequent Transferee Good Faith Standard Brief"; collectively, the "Opening Good Faith Standard Briefs"). On or before August 10,

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>2012, the Good Faith Standard Defendants may file up to five (5) separate supplemental briefs reflecting materially relevant differences between identifiable subgroups of defendants to raise issues relevant to each subgroup, and which may seek dismissal, but which are not otherwise raised or addressed in the Opening Good Faith Standard Briefs (each, "Supplemental Good Faith Standard Brief," and together with the Opening Good Faith Standard Briefs, the "Good Faith Standard Briefs"), with each such Supplemental Good Faith Standard Brief not to exceed eight (8) pages; On or before August 31, 2012, the Trustee and SIPC shall each file a memorandum of law in opposition to the Opening Good Faith Standard Briefs, not to exceed forty (40) pages each, addressing the Good Faith Standard Issues; On or before September 14, 2012, the Initial Transferee Defendants and Subsequent Transferee Defendants shall each file a consolidated reply brief, not to exceed twenty (20) pages; On or before September 14, 2012, the Trustee and SIPC may either (i) each file a separate memorandum of law in opposition to each Supplemental Good Faith Standard Brief filed with the Court, with each opposition not to exceed eight (8) pages or (ii) choose to file separate consolidated memoranda of law in opposition to the Supplemental Good Faith Standard Briefs with such consolidated brief(s) filed by the Trustee and SIPC not to exceed a total of forty (40) pages in the aggregate for each of the Trustee and SIPC; Young Conaway Stargatt &amp; Taylor, LLP, which is conflicts counsel for the Trustee, and Windels Marx Lane &amp; Mittendorf, LLP, which is special counsel to the Trustee, each may file a joinder, not to exceed two (2) pages (excluding exhibits), on behalf of the Trustee in certain of the adversary proceedings listed on Exhibit A hereto, to the Trustee's opposition to (i) the Opening Good</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>Faith Standard Briefs on or before August 31, 2012 and (ii) to each Supplemental Good Faith Standard Brief on or before September 14, 2012; The Court will hold oral argument on the matters raised in the Good Faith Standard Briefs filed by the Good Faith Standard Defendants and the Trustee's and SIPC's oppositions thereto on October 12, 2012, at 4:00 p.m. (the "Good Faith Standard Hearing Date"); All communications and documents (including drafts) exchanged between and among any of the defendants in any of the adversary proceedings, and/or their respective attorneys, shall be deemed to be privileged communications and/or work product, as the case may be, subject to a joint interest privilege; The procedures established by this Order, or by further order of this Court, shall constitute the sole and exclusive procedures for determination of the Good Faith Standard Issues in the Adversary Proceedings (except for any appellate practice resulting from such determination), and this Court shall be the forum for such determination. To the extent that briefing or argument schedules were previously established with respect to the Good Faith Standard Issues in any of the Adversary Proceedings, this Order supersedes all such schedules solely with respect to the Good Faith Standard Issues. To the extent that briefing or argument schedules are prospectively established with respect to motions to withdraw the reference or motions to dismiss in any of the Adversary Proceedings, the Good Faith Standard Issues shall be excluded from such briefing or argument and such order is vacated. For the avoidance of doubt, to the extent any of the Good Faith Standard Defendants have issues other than the Good Faith Standard Issues or issues set forth in the other common briefing orders that were withdrawn, those issues will continue to be briefed on the schedule</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			previously ordered by the Court. Except as stated in this paragraph, this Order shall not be deemed or construed to modify, withdraw or reverse any prior order of the Court that granted withdrawal of the reference in any Adversary Proceeding for any reason, and as further set forth within. ( Oral Argument set for 10/12/2012 at 04:00 PM before Judge Jed S. Rakoff.) (Signed by Judge Jed S. Rakoff on 6/23/2012) (laq) (Entered: 06/25/2012)
	06/07/2012	167	ORDER: The reference of the Adversary Proceedings listed in Exhibit A is withdrawn, in part, from the Bankruptcy Court to this Court solely with respect to the Extraterritoriality Defendants for the limited purpose of hearing and determining whether SIP A and/or the Bankruptcy Code as incorporated by SIPA apply extraterritorially, permitting the Trustee to avoid the initial Transfers that were received abroad or to recover from initial, immediate or mediate foreign transferees. Except as otherwise provided herein or in other orders of this Court, the reference to the Bankruptcy Court is otherwise maintained for all other purposes. The Trustee and SIPC are deemed to have raised, in response to all pending motions for withdrawal of the reference based on the Extraterritoriality Issue, all arguments previously raised by either or both of them in opposition to all such motions granted by the Extraterritoriality Withdrawal Ruling, and such objections or arguments are deemed to be overruled, solely with respect to the Extraterritoriality Issue, for the reasons stated in the Extraterritoriality Withdrawal Ruling. All objections that could be raised by the Trustee and/or SIPC to the pending motions to withdraw the reference in the Adversary Proceedings, and the defenses and responses thereto that may be raised by the affected defendants, are deemed preserved on all matters. On or before July 13, 2012, the Extraterritoriality Defendants shall file a



Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>single consolidated motion to dismiss pursuant to Fed. R. Civ. P. 12 (made applicable to the Adversary Proceeding by Fed. R. Bankr. P. 7012) and a single consolidated supporting memorandum of law, not to exceed forty (40) pages (together, the "Extraterritoriality Motion to Dismiss"). The Trustee and SIPC shall each file a memorandum of law in opposition to the Extraterritoriality Motion to Dismiss, not to exceed forty (40) pages each, addressing the Extraterritoriality Withdrawal Ruling Issue (the "Trustee's Opposition") on or before August 17, 2012. Young Conaway Stargatt &amp; Taylor, LLP, which is conflicts counsel for the Trustee, and Windels Marx Lane &amp; Mittendorf, LLP, which is special counsel to the Trustee, each may file a joinder, not to exceed two (2) pages (excluding exhibits identifying the relevant adversary proceedings), to the Trustee's Opposition, on behalf of the Trustee in certain of the adversary proceedings listed on Exhibit A hereto on or before August 17, 2012. In either case, the respective joinders may only specify what portions of the Trustee's Opposition are joined and shall not make or offer any additional substantive argument. The Extraterritoriality Defendants shall file one consolidated reply brief, not to exceed twenty (20) pages, on or before August 31, 2012 (the "Reply Brier"). In the event the Trustee files an amended complaint (the "Amended Complaint") in any of the Adversary Proceedings after the Extraterritoriality Motion to Dismiss is filed, the Reply Brief shall include a reference (by civil action number and docket number only) to a representative Amended Complaint filed by the Trustee against Extraterritoriality Defendants. Any further requirement that the Amended Complaints subject to the Extraterritoriality Motion to Dismiss be identified or filed is deemed waived and</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>satisfied. In the event the Trustee files an Amended Complaint, he shall, at the time the Amended Complaint is filed, provide the Extraterritoriality Defendants a blackline reflecting the changes made in the Amended Complaint from the then operative complaint. The Court will hold oral argument on the Extraterritoriality Motion to Dismiss on September 21, 2012, at 4:00 p.m. (the "Hearing Date"). On or before August 31, 2012, the Extraterritoriality Defendants shall designate one lead counsel to advocate their position at oral argument on the Hearing Date, but any other attorney who wishes to be heard may appear and so request. The caption displayed on this Order shall be used as the caption for all pleadings, notices and briefs to be filed pursuant to this Order. All communications and documents (including drafts) exchanged between and among any of the defendants in any of the adversary proceedings, and/or their respective attorneys, shall be deemed to be privileged communications and/or work product, as the case may be, subject to a joint interest privilege. This Order is without prejudice to any and all grounds for withdrawal of the reference (other than the Extraterritoriality Issue) raised in the Adversary Proceedings by the Extraterritoriality Defendants and any matter that cannot properly be raised or resolved on a Rule 12 motion, all of which are preserved. Nothing in this Order shall: (a) waive or resolve any issue not specifically raised in the Extraterritoriality Motion to Dismiss; (b) waive or resolve any issue raised or that could be raised by any party other than with respect to the Extraterritoriality Issue, including related issues that cannot be resolved on a motion under Fed. R. Civ. P. 12; or (c) notwithstanding Fed. R. Civ. P. 12(g)(2) or Fed. R. Bankr. P. 7012(g)(2), except as specifically raised in the Extraterritoriality Motion to Dismiss, limit,</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>restrict or impair any defense or argument that has been raised or could be raised by any Extraterritoriality Defendant in a motion to dismiss under Fed. R. Civ. P. 12 or Fed. R. Bankr. P. 7012, or any other defense or right of any nature available to any Extraterritoriality Defendant (including, without limitation, all defenses based on lack of personal jurisdiction or insufficient service of process), or any argument or defense that could be raised by the Trustee or SIPC in response thereto. Nothing in this Order shall constitute an agreement or consent by any Extraterritoriality Defendant to pay the fees and expenses of any attorney other than such defendant's own retained attorney. This paragraph shall not affect or compromise any rights of the Trustee or SIPC. This Order is without prejudice to and preserves all objections of the Trustee and SIPC to timely-filed motions for withdrawal of the reference currently pending before this Court (other than the withdrawal of the reference solely with respect to the Extraterritoriality Issue) 'AJjth respect to the Adversary Proceedings, and the defenses and responses thereto that may be raised by the affected defendants, are deemed preserved on all matters. The procedures established by this Order, or by further Order of this Court, shall constitute the sole and exclusive procedures for determination of the Extraterritoriality Issue in the Adversary Proceedings (except for any appellate practice resulting from such determination), and this Court shall be the forum for such determination. To the extent that briefing or argument schedules were previously established with respect to the Extraterritoriality Issue in any of the Adversary Proceedings, this Order supersedes all such schedules solely with respect to the Extraterritoriality Issue. To the extent that briefing or argument schedules are prospectively established with respect to</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
			<p>motions to withdraw the reference or motions to dismiss in any of the Adversary Proceedings, the Extraterritoriality Issue shall be excluded from such briefing or argument and such order is vacated. For the avoidance of doubt, to the extent any of the Extraterritoriality Defendants have issues other than the Extraterritoriality Issue or issues set forth in the Common Briefing Order that were withdrawn, those issues will continue to be briefed on the schedule previously ordered by the Court. Except as stated in this paragraph, this Order shall not be deemed or construed to modify, withdraw or reverse any prior Order of the Court that granted withdrawal of the reference in any Adversary Proceeding for any reason. (Motions due by 7/13/2012., Responses due by 8/17/2012, Replies due by 8/31/2012., Oral Argument set for 9/21/2012 at 04:00 PM before Judge Jed S. Rakoff.) (Signed by Judge Jed S. Rakoff on 6/6/2012) (jfe) (Entered: 06/07/2012)</p>
	05/15/2012	97	<p>ORDER. For the foregoing reasons, the Court withdraws the reference of these cases to the bankruptcy court for the limited purposes of deciding as further set forth. The Court directs counsel for the Trustee to convene a conference call with the defendants who have raised this issue no later than May 23, 2012 so that the parties can schedule consolidated proceedings. With respect to issues that are not subject to consolidated proceedings -- specifically, whether relevant defendants received transfers in good faith and whether they may invoke the safe harbor created by § 546(g) -- the parties should convene a separate conference call for each case no later than May 18, 2011 to schedule further proceedings. The Clerk of the Court is hereby ordered to close document number 1 on the docket of each case. (Signed by Judge Jed S. Rakoff on 6/15/2012) (rjm) Modified on 5/15/2012 (rjm). (Entered: 05/15/2012)</p>

Designation Number	Date	ECF Number (12-mc-115)	Docket Text
	04/13/2012	1	ORDER: 1. All matters relating to Bernard L. Madoff Investment Securities LLC ("Madoff Securities") previously assigned to the undersigned, or assigned to the undersigned in the future, shall henceforth bear the caption and docket number set forth above, and the parties shall make sure that all filings are filed under the docket number set forth above. In addition, any filings filed under this docket number shall bear either the subheading "PERTAINS TO ALL CASES," the subheading "PERTAINS TO CASE(S) ____ Civ.____," or the subheading "PERTAINS TO CASE(S) LISTED IN APPENDIX_." Any filing fees associated with opening the master case file docket are waived. 2.The Clerk is directed to make sure that this Order and all subsequent docket entries under this docket number are also docketed simultaneously in the bankruptcy court under No. 08-1789 (BRL). (Signed by Judge Jed S. Rakoff on 4/13/2012) (laq) (laq). (Entered: 04/13/2012)

## **II. STATEMENT OF ISSUES TO BE PRESENTED**

1. Whether the district court erred by requiring a SIPA trustee to plead, as part of his *prima facie* case for avoidance and recovery of transfers under sections 548 and 550 of the Bankruptcy Code, a transferee's lack of good faith under section 548(c) and 550(b), respectively, even though both are affirmative defenses?

2. Whether the district court erred by elevating the standard used to determine a transferee's lack of good faith from one of inquiry notice in traditional bankruptcy cases to one of willful blindness in SIPA liquidations?

3. Whether the bankruptcy court erred by precluding the Trustee from taking any discovery following the district court's rulings that altered the pleading and proof standards for avoidance and recovery of transfers under section 548 and 550 of the Bankruptcy Code?

4. Whether the bankruptcy court erred by dismissing the Trustee's complaint for failure to state a claim?

Dated: May 7, 2020  
New York, New York

By: /s/ Patrick Campbell  
**BAKER & HOSTETLER LLP**  
45 Rockefeller Plaza  
New York, New York 10111  
Telephone: (212) 589-4200  
Facsimile: (212) 589-4201  
David J. Sheehan  
Email: dsheehan@bakerlaw.com  
Patrick Campbell  
Email: pcampbell@bakerlaw.com  
Elizabeth McCurrach  
Email: emccurrach@bakerlaw.com  
Camille C. Bent  
Email: cbent@bakerlaw.com  
Matthew Cowherd  
Email: mcowherd@bakerlaw.com

*Attorneys for Irving H. Picard, Trustee  
for the Substantively Consolidated SIPA  
Liquidation of Bernard L. Madoff Investment  
Securities LLC and the Estate of Bernard L.  
Madoff*